

**The Articles of Association
of**

THAI UNION GROUP PUBLIC COMPANY LIMITED

Section 5

Board of Directors

15. The Company shall have a board of directors comprising at least 5 directors and not less than half of the total number of directors shall reside within the Kingdom of Thailand.
16. The Directors shall be elected by the meeting of shareholders in accordance with the rules and procedures as follows:
 - (1) Each shareholder shall have one vote for each share held;
 - (2) Each shareholder must exercise all his/her voting rights under (1) to elect one or more persons as directors and can not allocate specific percentage of voting rights to any individual director among all the directors participated; and
 - (3) The persons receiving the highest votes in their respective order of the votes shall be elected as directors at the number equal to the number of directors required at that time. In case of equal vote among the persons elected in order of respective high numbers of votes, which number exceeds the required number of directors of the Company at such time, the chairman shall have the casting vote.
17. At every annual general meeting, one-third of the directors shall be retired from directorship. In case the number of directors is not a multiple of three, the number nearest to one-third shall be retired from directorship.

During the first and second years following the Company's registration, the termination of members of Board of Directors shall be determined by drawing lots. Director with longest period of directorship is required to leave in the subsequent years.

18. Apart from retirement by rotation, termination of directorship shall be derived from the following cases:
 - (1) Death;
 - (2) Resignation;
 - (3) Becoming unqualified or illegal pursuant to the law governing public limited company;
 - (4) Shareholders' resolution under Article (21);
 - (5) Order by Court of Justice;
19. Any director who wishes to resign shall submit resignation letter to the Company. Such resignation shall be effective as from the date the Company receives such letter.
20. In the case that any directorship falls vacant for reasons other than by rotation, the Board of Directors shall elect substitute director during the next meeting of the Board of Directors provided that such substitute director must be qualified pursuant to the law governing public limited company. With exception, in the case that the remaining term of office of the directorship is less than 2 months, the substitute director shall hold the position only for the remaining term of office of the director whom he or she replaced.

The resolution of the Board of Directors under the foregoing paragraph must contain no less than three-fourth of votes by directors remaining at that time.

21. The shareholders' Meeting may pass a resolution to terminate any director prior to expiration of his or her office term by a majority vote of not less than three-fourth of shareholders, attending the meeting and entitled to vote and the number of shares shall be not less than half of the total shares held by them.

Section 6

Meeting of Shareholders

32. The Board of Directors shall arrange an annual ordinary general meeting of shareholders within the period of four months following the end of the Company's fiscal year.
Except for the above-stated meeting of shareholders, other meetings of shareholders shall be recognized as extraordinary general meeting of shareholders.
33. The Board of Directors shall issue meeting notice giving details on venue, date, time, agenda and related information with clear objective for each agenda whether for acknowledgement, approval or consideration plus the board's opinion. Such notice shall be sent to shareholders and registrar at least 7 days prior to the meeting and promulgated in daily newspaper for three consecutive days at least 3 days prior to the meeting.
34. The Meeting of Shareholders must be attended by shareholders in persons or by proxies (if any) not less than 25 in number or not less than a half of total number of shareholders and have an aggregate number of shares not less than one-third of all shares sold to constitute a quorum.
The shares held by the Company shall not be counted to form a quorum for shareholders' meeting.
35. To make a resolution in any certain issue, each shareholder shall have one vote per each share held. Voting shall be made according to the following criteria:
- (1) In normal case, by a majority vote of the shareholders who attend the meeting and have the right to vote. In case of equal voting, the chairman of the meeting shall have a casting vote; and
 - (2) In the following cases, by a vote of not less than three-fourth of the total number of shareholders present at the meeting and entitled to vote;
 - (a) sale or transfer of whole or essential parts of business of the Company to other parties;
 - (b) Purchase or merger and acquisition of other business into the Company's operation; and
 - (c) Entering into, amendment to or termination of rental contract for the Company's whole or essential part of business, assignment of other persons to manage the Company and merger scheme aiming for profit sharing.
36. The following functions should be carried out during an annual ordinary general meeting of shareholders:
- (1) Consideration of the Board of Directors' report on operational results in the past year;
 - (2) Consideration and approval for balance sheets;
 - (3) Consideration of profit allotment;
 - (4) Election of new directors as required by rotation basis;
 - (5) Appointment of the Company's independent auditor; and
 - (6) Other business.

Voting and counting

1. Refer to Article 35 of the Company's Articles of Association, one share equaled one vote.
2. Only those disagreed and abstained from voting would be counted and taken for deduction from the total votes of all shareholders who attended the meeting and with vote right. Thus, the meeting could be proceeded smoothly and on time.
3. Shareholders who disagreed or abstained from voting shall by clicking the voting menu (Vote) for each agenda that can be voted against or abstain from only one vote.
4. When the voting has been submitted. Shareholders will receive a notification pop-up. Voting has been submitted.

Copy of Financial Statement as of December 31, 2022 (Abridged Version)

Independent Auditor's Report

To the Shareholders of Thai Union Group Public Company Limited

My opinion

In my opinion, the consolidated financial statements and the separate financial statements present fairly, in all material respects, the consolidated financial position of Thai Union Group Public Company Limited (the Company) and its subsidiaries (the Group) and the separate financial position of the Company as at 31 December 2022, and its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with Thai Financial Reporting Standards (TFRS).

What I have audited

The consolidated financial statements and the separate financial statements comprise:

- the consolidated and separate statements of financial position as at 31 December 2022;
- the consolidated and separate statements of income for the year then ended;
- the consolidated and separate statements of comprehensive income for the year then ended;
- the consolidated and separate statements of changes in equity for the year then ended;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes to the consolidated and separate financial statements, which include significant accounting policies and other explanatory information.

Basis for opinion

I conducted my audit in accordance with Thai Standards on Auditing (TSAs). My responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated and separate financial statements section of my report. I am independent of the Group and the Company in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (TFAC Code) that are relevant to my audit of the consolidated and separate financial statements, and I have fulfilled my other ethical responsibilities in accordance with the TFAC Code. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Key audit matters

Key audit matters are those matters that, in my professional judgement, were of most significance in my audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of my audit of the consolidated and separate financial statements.

Responsibilities of the directors for the consolidated and separate financial statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with TFRSs, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group's and the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group and the Company or to cease operations, or has no realistic alternative but to do so.

The audit committee assists the directors in discharging their responsibilities for overseeing the Group's and the Company's financial reporting process.

Auditor's responsibilities for the audit of the consolidated and separate financial statements

My objectives are to obtain reasonable assurance about whether the consolidated and separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes my

opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with TSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated and separate financial statements.

As part of an audit in accordance with TSAs, I exercise professional judgement and maintain professional scepticism throughout the audit. I also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for my opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If I conclude that a material uncertainty exists, I am required to draw attention in my auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify my opinion. My conclusions are based on the audit evidence obtained up to the date of my auditor's report. However, future events or conditions may cause the Group's and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. I am responsible for the direction, supervision and performance of the group audit. I remain solely responsible for my audit opinion.

I communicate with the audit committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that I identify during my audit.

I also provide the audit committee with a statement that I have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on my independence, and where applicable, related safeguards.

From the matters communicated with the audit committee, I determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters. I describe these matters in my auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, I determine that a matter should not be communicated in my report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers ABAS Ltd.



Certified Public Accountant (Thailand) No. 7795

Bangkok

20 February 2023

Income Statement

For the year ended 31 December 2022


(Unit: Thousand Baht)

	Consolidated financial statements		Separate financial statements	
	2022	2021	2022	2021
Revenues				
Sales	155,586,350	141,047,695	23,544,992	19,727,093
Cost of sales	(128,380,192)	(115,321,167)	(19,665,945)	(16,709,460)
Gross profit	27,206,158	25,726,528	3,879,047	3,017,633
Other income				
- Interest income	63,234	50,228	2,274,830	1,714,195
- Dividend income	6,264	2,718	10,997,731	4,358,973
- Others	904,459	757,570	337,106	296,354
Profit before expenses	28,180,115	26,537,044	17,488,714	9,387,155
Selling expenses	(11,102,738)	(9,294,733)	(1,455,286)	(1,075,105)
Administrative expenses	(8,053,061)	(8,175,933)	(2,098,225)	(1,970,223)
Reversal of impairment of financial assets, net	(195,479)	(36,026)	(624,036)	317,643
Other gains (losses), net	762,438	1,981,996	2,483,121	393,511
Finance costs	(1,997,874)	(1,730,047)	(1,699,082)	(1,520,792)
Profit before Share of profit from investment accounted for using the equity method	7,593,401	9,282,301	14,095,206	5,532,189
Share of profit of investment in accounted for using the equity method	(1,029,794)	(269,057)	-	-
Profit before income tax	6,563,607	9,013,244	14,095,206	5,532,189
Income tax	839,663	(741,532)	8,442	(4,577)
Profit for the year	7,403,270	8,271,712	14,103,648	5,527,612
Profit attributable to:				
Owners of the parent	7,138,003	8,012,996	14,103,648	5,527,612
Non-controlling interests	265,267	258,716		
Profit for the year	7,403,270	8,271,712		
Profit attributable to equity holders of the Company	1.47	1.66	2.97	1.12

Shareholders, who would like to have the full financial statements, could find it from 2022 Annual Report (56-1 One Report) or download from www.thaiunion.com or www.set.or.th

Biography of nominated persons to be elected as the Company's directors

No. of years in position and number of shares held and % shareholding as of December 30, 2022

Name	: MR. THIRAPHONG CHANSIRI	
Position	: Vice Chairman Chairman of the Sustainable Development Committee Member of Executive Committee Member of Risk Management Committee President and CEO	
Nationality	: Thai	
Age	: 57 years	
Education	: Master of Business Administration (Management), University of San Francisco, USA Bachelor of Business Administration (Marketing), Assumption University	
Starting date	: 1 January 1990	
No of years in position	: 33 years	
Family Relationship among Directors and Executives:	-None-	
Shareholdings	: 597,165,212 shares, equivalent to 12.51% of paid-up capital	
	Personal : 487,836,164 shares Spouse : 109,329,048 shares Children not yet of legal age : -none- shares	

Positions in other listed companies:

- 2021 - Present: Director and Member of the Corporate Governance and Nomination Committee SCG Packaging PCL.
- 2014 - Present: Director and Member of the Compensation Committee Minor International PCL.
- 2000 - Present: Director and Member of the Executive Director, Thai Union Feedmill PCL.
- 1999 - Present: Vice Chairman, i-Tail Corporation PCL.

Positions in other organizations:

- 2021 - Present: Director, Interpharma-Zeavita Co., Ltd.
- 2021 - Present: Director, Thai Union Lifescience Co., Ltd.
- 2021 - Present: Director, Beam Data Co., Ltd.
- 2020 - Present: Director, Food and Beverage United Co., Ltd.
- 2019 - Present: Director, Thai Union Ingredients Co., Ltd
- 2019 - Present: Director, Thai Union Eaglewood Development Co., Ltd.
- 2017 - Present: Director, Thoon Thanasiri Co., Ltd. (Including 7 Companies)
- 2017 - Present: Director, Thai Union Asia Investment Holding Co., Ltd. (Hong Kong)
- 2017 - Present: Director, Thai Union Property Development Co., Ltd.
- 2016 - Present: Chairman, Thai Union China Co., Ltd. (China)
- 2016 - Present: Director, Thai Union Investments North America LLC. (USA)
- 2016 - Present: Honorary Chairman, Pracharat Raksamakkee Samutsakorn (Social Enterprise) Co., Ltd.
- 2016 - Present: Director, Red Lobster Master Holdings LP (USA)

2014 - Present:	Director, Thai Union High-Tech Pearl Cultivation Co., Ltd.
2012 - Present:	Director, Pakfood PCL. (Including 3 Companies)
2010 - Present:	Director, Tri-Union Frozen Products, Inc. (USA)
2010 - Present:	President, Thai Union Europe SAS (France)
2009 - Present:	Director, TN Fine Chemicals Co., Ltd.
2000 - Present:	Director, Biz Dimension Co., Ltd.
1997 - Present:	Director, Tri-Union Seafoods, LLC. (USA)
1996 - Present:	Director, Thai Union Seafood Co., Ltd.
1996 - Present:	Director, Thai Union North America (USA)
1995 - Present:	Chairman, Thai Union Graphic Co., Ltd.
1993 - Present:	Director, Asian-Pacific Can Co., Ltd.
1993 - Present:	Director, Lucky Union Foods Co., Ltd.
1993 - Present:	Director, Waithai Co., Ltd.
1989 - Present:	Director, Thai Union Manufacturing Co., Ltd
1988 - Present:	Director, Chansiri Real Estate Co., Ltd.
1988 - Present:	Director, Thai Union Properties Co., Ltd.
1984 - Present:	Director, Penven (Thailand) Co., Ltd.

Position in other organizations that have conflicts to the Company: None

Training/Seminar Course related to Directorship:

- National Defence Course (NDC), Class 62, National Defence College
- Directors Certification Program organized, Thai Institute of Directors Association (DCP 10/2001)

No. of attendance: Year 2022 The Board of Directors 8 of 8 times (100.00%)

Name : **MR. NART LIUCHAREON**

Position : Independent Director
Chairman of Audit Committee
Member of Nomination, Remuneration
and Corporate Governance Committee



Nationality : Thai

Age : 63 years

Education : Master of Science in Business Administration, University of Southern California, USA
Master of Business Administration, University of Southern California, USA
Bachelor of in Engineering (Computer), Chulalongkorn University

Starting date : 3 April 2015

No of years in position : 7 years 9 months

Family Relationship among Directors and Executives: -None-

Shareholdings : -0- shares, equivalent to -% of paid-up capital

Personal : -0- shares

Spouse : -0- shares

Children not yet of legal age : -none- shares

Positions in other listed companies: None

Positions in other organizations:

2000 - Present: Vice Chairman, President and Chairman of Risk Management Committee G-ABLE PCL.

1992 - Present: Director and President, CDG Group

Position in other organizations that have conflicts to the Company: None

Training/Seminar Course related to Directorship:

- Easy Listening: Accounting Tips that AC should not miss EP. 2, The Securities and Exchange Commission (SEC) 2022
- Leader Program, Capital Market Academy (no.12/2010)
- Board Nomination & Compensation Program, Thai Institute of Directors Association (BNCP 13/2022)
- Advanced Audit Committee Program, Thai Institute of Directors Association (AACP 25/2017)
- Audit Committee Forum "New Auditor's Report: What's in it for you?", Thai Institute of Directors Association 2016
- Director Accreditation Program, Thai Institute of Directors Association (DAP 120/2015)

No. of attendance: Year 2022 The Board of Directors 8 of 8 times (100.0%)

No. of attendance: Year 2022 Audit Committee 12 of 13 times (92.3%)

Name : DR. THAMNOON ANANTHOTHAI

Position : Independent Director
Chairman of Nomination, Remuneration
and Corporate Governance Committee
Member of Audit Committee
Member of Risk Management Committee



Nationality : Thai

Age : 65 years

Education : Ph.D. International Management, Walden University, USA
Master of Business Administration (Management), University of Sarasota, USA
Bachelor of Business Administration (Accountancy & Management), Eckerd College-St.
Petersburg, USA

Starting date : 22 March 2010

No of years in position : 12 years 9 months

Family Relationship among Directors and Executives: -None-

Shareholdings : -0- shares*, equivalent to - of paid-up capital

Personal	:	-0- shares
Spouse	:	-0- shares
Children not yet of legal age	:	-none- shares

Positions in other listed companies:

2007 - Present: Independent Director and Chairman of Audit Committee, Better World Green PCL.

Positions in other organizations:

2007 - Present: Independent Director and Chairman of Audit Committee, Better World Green PCL.

Position in other organizations that have conflicts to the Company: None

Training/Seminar Course related to Directorship:

- Understanding the Fundamental of Financial Statement organized, Thai Institute of Directors Association (UFS 7/2007)
- Directors Certification Program organized, Thai Institute of Directors Association (DCP 70/2006)
- The Role of Chairman Program organized, Thai Institute of Directors Association (RCP 14/2006)
- Audit Committee Program organized, Thai Institute of Directors Association (ACP 10/2005)
- Directors Accreditation Program organized, Thai Institute of Directors Association (DAP 48/2005)

No. of attendance: Year 2022 The Board of Directors 7 of 8 times (87.5%)

No. of attendance: Year 2022 Audit Committee 13 of 13 times (100.0%)

Name : **MR. NAKORN NIRUTTINANON**

Position : Director

Nationality : Thai

Age : 51 years

Education : Master of Industrial Engineering

University of Missouri Columbia

Bachelor of Engineering (Industrial Engineering), Kasetsart University

Starting date : 9 May 2022

No of years in position : 0 years 8 months

Family Relationship among Directors and Executives:

Shareholdings : 30,612,000 shares*, equivalent to 0.64% of paid-up capital

Personal : 30,000,000 shares

Spouse : 612,000 shares

Children not yet of legal age : 0 Shares (2 Persons)



Positions in other listed companies:

2022 - Present: Director, Member of the Executive Committee, Member of the Risk Management Committee, i-Tail Corporation PCL.

Positions in other organizations:

2022 - Present: Director, Pacific TUM Cold Storage Co., Ltd.

2019 - Present: Director, Thai Union Ingredients Co., Ltd.

2019 - Present: Director, Premium Wood Export Co., Ltd.

2018 - Present: Director, Serenity Capital Co., Ltd.

2018 - Present: Director, Beluga Restaurant & Bakery Co., Ltd.

2016 - Present: Director, The Nakra Co., Ltd.

2015 - Present: Director, Nakra Ville Co., Ltd.

2014 - Present: Director, Sandy Bay Seafoods (India) Private Limited

2011 - Present: Director, Marine Triumph Co., Ltd.

2010 - Present: Director, Factory Storage Service Co., Ltd.

2009 - Present: Director, Asian-Pacific Can Co., Ltd.

2008 - Present: Director, Yueh Chyang Canned Food Co., Ltd. (Vietnam)

2008 - Present: Director, Thaipatana Stainless Steel Co., Ltd.

2008 - Present: Director and Managing Director, Thai Union Manufacturing Co., Ltd.

1993 - Present: Director, Waithai Co., Ltd.

Position in other organizations that have conflicts to the Company: None

Training/Seminar Course related to Directorship:

- Directors Accreditation Program organized, Thai Institute of Directors Association (DAP 194/2022)

No. of attendance: Year 2022 The Board of Directors 6 of 6 times (100%)

Definition and qualification of Independent Director

An independent director is a qualified and independent person according to the Company's Corporate Governance Policy established by the Board. Moreover, the Company's criteria are stricter than "the criteria" required by the Stock Exchange of Thailand and the Securities Exchange Commission.

An independent director must meet the following criteria:

- 1) Holds no more than 0.05% of total voting stocks of TUF including stocks held by connected persons of the independent director, as well as nominees.
- 2) Is not or has not ever been a major shareholder.
- 3) Is not or has not ever been board member of its parent company or an executive director, employee, staff, advisor who receives salary of a controlling person of TUF, its parent company, its subsidiaries, its associated companies.
- 4) Is not any professional advisor.
- 5) Has not or has not had a business relationship with the Company, its parent company, its subsidiaries, its associated companies or a juristic person who may have conflicts of interest, in the manner that may interfere with his independent judgment.
- 6) Does not represent the Company's or its major shareholder's board member or a shareholder who is related to the Company's major shareholder.
- 7) Not have any characteristics which make him or her incapable of expressing independent opinions with regard to the company's business affairs.

Appointment of Directors

The Nomination Committee shall appoint a director, whose qualifications are deemed appropriate and qualified pursuant to the Public Companies Limited Act. Such appointment can be made only in the event that directorship either expires by normal office term or prematurely falls vacant in consequence of whatever causes during the office term. A substitute director appointed to fill interim vacancy shall be in the office only for the remaining tenure. One third of directors shall retire and new directors shall be elected in an annual general meeting of shareholders according to criteria and procedures set forth below:

1. Each shareholder has a right to vote in proportion to share volume owned; the principle of "one share, one vote" is applied.
2. Each shareholder is required to cast the entire vote owned in 1 for one or more candidates but can not split the vote into portions.
3. Candidates shall be entitled to directorship based on votes received. Candidate with maximum votes is first entitled to directorship and followed by the other less voted, respectively. As a rule, the number of newly appointed directors must not exceed the number of new directors intended in that election.

Shareholders, if necessary, may pass resolutions to remove any director prior to statutory expiration of office term provided (a) three fourth of majority votes of all shareholders present at a meeting is reached; and (b) the aggregate share volume owned by shareholders in (a) must be greater than half of the aggregate share volume owned by all shareholders present at the meeting. Such case shall be effective only when the qualifications of all board members and the management comply fully with Section 68 of the Public Companies Limited Act of 1992 and the SEC's Regulation Governing the Rules, Conditions and Procedures for the Securities Offer and Permission dated May 18, 1992.

The board of directors shall appoint any person deemed professionally recognized and qualified to act as independent director provided that the appointee is (a) not an employee or staff member receiving regular salary from the company or its subsidiaries; (b) independent of major dominant shareholders; (c) a shareholder of not more than 0.05% of the respective paid-up capital of the company; and (d) able to equally protect the interests of minority shareholders.

Name of Director	Board Meeting	Annual General Meeting	Extra-ordinary General Meeting	Reason for absence
1. Kraisorn Chansiri	1/1	Attended	No meeting	
2. Cheng Niruttinanon	7/8	Attended	No meeting	
3. Chuan Tangchansiri	1/1	Attended	No meeting	
4. Thiraphong Chansiri	8/8	Attended	No meeting	
5. Rittirong Boonmechote	8/8	Attended	No meeting	
6. Norio Saigusa	0/1	Attended	No meeting	
7. Shoichi Ogiwara*	5/7	Absent	No meeting	Appointed as a director by the Annual General Meeting of Shareholders
8. Shue Chung Chan	8/8	Attended	No meeting	
9. Nakorn Niruttinanon*	6/6	Absent	No meeting	Appointed as a director after the Annual General Meeting of Shareholders
10. Thamnoon Ananthothai	7/8	Attended	No meeting	
11. Kirati Assakul	7/8	Attended	No meeting	
12. Nart Liuchareon	8/8	Attended	No meeting	
13. Parnsiree Amatayakul	7/8	Attended	No meeting	
14. Pakapan Leevutinun	8/8	Attended	No meeting	

- Remark-** No. 1 Kraisorn Chansiri and No. 3 Chuan Tangchansiri resigned from the position of director on April 18, 2022.
- No. 6 Norio Saigusa resigned from the position of director of the Company and Shoichi Ogiwara was appointed to replace the resigned director on April 4, 2022.
 - No. 9 Nakorn Niruttinanon Appointed as a director to replace Chuan Tangchansiri on May 9, 2022.

Information for appointment of the Company's independent auditor

Profile – PricewaterhouseCoopers ABAS Ltd.

Registered no.	: 0105541040328
Type	: Company Limited
Registered date	: 30 June 1998
Address	: 179/74-80 Bangkok City Tower, 15 Floor, South Sathorn Road, Tung Mahamek, Sathorn, Bangkok Tel. 02 3441000 Fax. 02 2865050
Business Objective	: Audit services, Consulting services, etc.

** PricewaterhouseCoopers ABAS Ltd., Company Directors and Auditor who are no relationships or conflicts of interest among the independent auditor, the Company and its subsidiaries, the executives, the shareholders, or others related to those parties.*

Proposed remuneration for the Company's independent auditor

Unit : Baht	2019	2020	2021	2022	2023
Audit fee for the annual financial statements and the quarterly review of the interim	2,923,805	3,011,519	3,101,865	3,194,921	3,322,718
% Growth	2.00%	3.00%	3.00%	3.00%	4.00%
Audit fee for special items, pursuant to the Notification Por 4/2001 (BOI)	90,000	100,000	100,000	100,000	100,000
% Growth	--	11.11%	--	--	--

Remuneration for the Company's independent auditor in year 2022 (Thailand only)

1. Audit Fee

The Company and subsidiaries paid audit fee to: Auditing firm where independent auditors are attached to, individual or entity related to independent auditors and auditing firm during 2022 fiscal year **total 18 companies at Bt22,294,301.**

2. Non-Audit Fee

The Company and subsidiaries paid remuneration incurred by the following services:

- Audit fee paid to Auditing firm where independent auditors are attached to, individual or entity related to independent auditors and auditing firm **at Bt -none-**.
- Audit fee for special items, pursuant to the Notification Por 4/2001 of the Board of investment, paid to Auditing firm where independent auditors are attached to, individual or entity related to independent auditors and auditing firm **total 8 companies at Bt1,400,000.**
- Audit fee for special purpose and tax advisor **at Bt15,160,000.**

Independent auditor’s service period for the Company

The auditor of the Company during 2011-2022 as below;

Year	Amount	Audited by
2011 – 2014	4 years	Mr. Sophon Permsirivallop; CPA (Thailand) No. 3182 from EY Office Limited
2015	1 year	Ms. Rosaporn Decharkom; CPA (Thailand) No. 5659 from EY Office Limited
2016 – 2017	2 years	Mr. Somchai Jinnovart; CPA (Thailand) No. 3271 from PricewaterhouseCoopers ABAS Limited.
2018 – 2022	5 years	Mr. Pongthavee Ratanakoses; CPA (Thailand) No. 7795 from PricewaterhouseCoopers ABAS Limited.

Name lists of Independent Auditors who are no relationships or conflicts of interest among the independent auditor, the Company and its subsidiaries, the executives, the shareholders, or others related to those parties.

Auditor’s Service for Subsidiaries and Associated Companies

Mr. Pongthavee Ratanakoses; CPA (Thailand) No. 7795 or Mr. Chanchai Chairasit CPA (Thailand) No. 3760 or Ms. Amornrat Pearmpoonvatanasuk; CPA (Thailand) No. 4599, the auditors from PricewaterhouseCoopers ABAS Limited also act as the auditor for year 2023 of the Company’s subsidiaries and associated companies.